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September 13, 2012

VIA HAND DELIVERY AND E-MAIL

Jeff S. Jordan, Supervisory Attorney
Federal Election Commission
Office of General Counsel
Complaints Examination & Legal Administration
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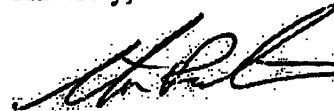
Re: **MUR 6616 – Missouri Leadership Committee; Friends of Tilley, LLC; and
Steelman for U.S. Senate, Inc.**

Dear Mr. Jordan:

Please accept the following Response filed on behalf of the Missouri Leadership Committee ("MLC") with respect to MUR 6616 – the Complaint submitted to the Federal Election Commission ("FEC" or the "Commission") on July 23, 2012 by Ms. Elizabeth S. Frericks. For the reasons set forth in the Response, MLC does hereby request that the Commission either dismiss MUR 6616 in its entirety or, alternatively, make an affirmative determination that there is "no reason to believe" any violations have occurred in connection with the present matter.

Thank you in advance for your time and consideration of this request. Should the FEC have any questions regarding the Response or require additional information concerning the arguments or information presented therein, please do not hesitate to contact me by phone or e-mail.

Sincerely,



Stefan C. Passantino

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Before the
FEDERAL ELECTION COMMISSION

In the matter of:

Missouri Leadership Committee; Friends
of Tilley, LLC; and Steelman for U.S.
Senate, Inc.

MUR No. 6616

**RESPONSE OF MISSOURI LEADERSHIP COMMITTEE TO THE
COMPLAINT OF ELIZABETH S. FRERICKS IN MUR NO. 6616**

September 13, 2012

STEFAN C. PASSANTINO
MCKENNA LONG & ALDRIDGE LLP
Designated Counsel for
Missouri Leadership Committee

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Before the
FEDERAL ELECTION COMMISSION

In the matter of:

Missouri Leadership Committee; Friends of
Tilley, LLC; and Steelman for U.S. Senate, Inc.

MUR No. 6616

RESPONSE OF MISSOURI LEADERSHIP COMMITTEE

The following response ("Response") is submitted on behalf of the Missouri Leadership Committee ("MLC") with respect to the complaint (MUR No. 6616; the "Complaint") filed with the Federal Election Commission ("FEC" or the "Commission") on July 23, 2012 by Ms. Elizabeth S. Frericks. As discussed in greater detail within this Response, the Complaint authored by Ms. Frericks against MLC has no basis in either law or fact. Rather, it amounts to nothing more than a collection of baseless accusations against MLC and the other named parties in this matter that is designed to harm their political reputations and hamper their public policy goals. Based wholly on circumstantial and inconclusive data gathered from state campaign finance disclosure reports, haphazard internet research, and unsubstantiated political blogs, the Complaint audaciously asserts that MLC has engaged in behavior that warrants immediate investigation by the Commission and evidences a "general disregard" for the Federal Election Campaign Act of 1971 (the "Act"). Nothing could be further from the truth.

Upon review of the information contained in this Response, it should be readily apparent to the Commission that the factual inferences made by Ms. Frericks against MLC are erroneous, that no federal campaign finance violations have occurred, and that no further inquiry or investigation is required by the FEC. Furthermore, upon consideration of the so-called evidence

presented by the Complainant in this matter, it should be readily apparent to the Commission that there is no reasonable basis upon which to sustain the Complaint against MLC or any of the other named parties. In turn, MLC does hereby request that the Commission refrain from any further investigation of the claims articulated by the Complainant and summarily dismiss the instant Complaint. Moreover, because the allegations contained in the Complaint are so patently meritless on their face, MLC also respectfully requests that the FEC issue an Order obligating Ms. Frericks to reimburse Respondent those attorneys' fees it has incurred in conjunction with the preparation of the present Response.

I. Introduction

The contents of the present Complaint against MLC allege that it violated the Act and its associated federal regulations in two distinct ways: (1) by failing to register and report as a federal political committee pursuant to 11 C.F.R. § 100.5(a) & 104.5(c)(1)(ii); and (2) by coordinating a donation to a federal independent-expenditure only committee (Super PAC) with Steelman for U.S. Senate, Inc.¹ that helped it gain improper direction or control over non-federal funds in violation of 11 C.F.R. § 300.61. (Complaint, p. 2-3). In support of these claims, Complainant sets forth a number of "facts" regarding the activities of MLC, Friends of Tilley, LLC ("FOT")², and Steelman for Senate between 2010 and 2012 that she claims provide support for the accusations made. None of these facts, however, establish a reasonable basis upon which to believe a federal campaign finance violation has occurred. In fact, as is demonstrated fully

¹ Steelman for U.S. Senate, Inc. ("Steelman for Senate") is the principal federal campaign committee of former U.S. Senate candidate and current Missouri Secretary of State Sarah Steelman. Steelman for Senate is registered with the Commission under FEC ID C00491530.

² Friends of Tilley, LLC ("FOT") is a non-federal candidate committee based in Perryville, Missouri that has had as its principal purpose the support and election of Mr. Steven Tilley to state office in Missouri. FOT is registered with the Missouri Ethics Commission ("MEC") under MEC ID No. C0311760.

below, each of the facts provided by Complainant is completely innocuous, and each of the claims advanced by Complainant against MLC is fundamentally false.

At no time since the establishment of MLC has it made contributions or expenditures to influence the election of candidates for federal office such that it would be required to register with the FEC as a federal political committee pursuant to 11 C.F.R. §§ 100.5(a) & 104.5(c)(1)(ii). Likewise, at no time since the establishment of MLC has it or any of its agents directly or indirectly coordinated with FOT, Steelman for Senate, or any other political candidates or committees in order to make contributions or expenditures designed to influence the election of candidates for federal office. Similarly, throughout its existence, MLA has taken all relevant and necessary precautions to ensure that it remains in full compliance with applicable campaign finance laws and disclosure requirements. As such, any assertions that MLC has somehow violated the Act by failing to register as a federal political committee or by improperly aiding Steelman for U.S. Senate are altogether inaccurate. Consequently, there is no foundation upon which to initiate an investigation of MLC or its activities, nor is there any reason to conclude that the Act, its implementing regulations, or any other laws have been violated.

II. Argument

A. Missouri Leadership Committee Did NOT Violate Federal Campaign Finance Law By Failing to Register and Report as a Federal Political Committee Under the Act.

The first allegation lodged against MLC in the present Complaint contends that it “engaged in activity that requires registration as a political committee pursuant to 11 C.F.R. § 100.5(a).” (Complaint, p. 2). Specifically, Complainant asserts that MLC “spent \$25,000 to influence a federal donation when it contributed to Now or Never PAC.”³ (*Id.*). In support of

³ Now or Never PAC (“NONPAC”) is a federally-registered, independent-expenditure only committee (Super PAC) that is permitted to accept unlimited contributions from a variety of sources and to make unlimited independent

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this contention, Complainant highlights the fact that MLC made a \$25,000 contribution to NONPAC on May 31, 2012, which was disclosed on NONPAC's July 2012 FEC quarterly report and MLC's July 16, 2012 Missouri Ethics Commission ("MEC") report. (See Complaint, p. 1-2; Complaint, Exhibit D; and Complaint, Exhibit E). Due to this donation, Complainant asserts, MLC "spent more than \$1,000 to influence a federal election", has as its "major purpose" the influence of federal campaigns, and in turn, "clearly meets the FEC's established test for registration as a federal committee." (Complaint, p. 2). Based upon these assumptions, it is Complainant's contention that MLC should have registered and reported as a federal political committee pursuant to the Act, and by failing to do so, violated the requirements of both 11 C.F.R. §§ 100.5(a) & 104.5(c)(1)(ii). Such an assertion is wholly erroneous. In fact, this claim by Complainant is not only patently false, but it also evidences Ms. Frericks' fundamental misunderstanding of the legal framework governing the registration of federal political committees and the facts at issue in this matter.

From a legal perspective, the Act defines a "political committee" or PAC to be any "committee, club, association, or other group of persons" that makes more than \$1,000 in political expenditures or receives more than \$1,000 in contributions during a calendar year. 2 U.S.C. § 431(4)(a). For the purposes of this definition, the terms "expenditures" and "contributions" are characterized to encompass any spending or fundraising "for the purpose of influencing any election for Federal office." *Id.* §§ 431(8)(A)(i), 431(9)(A)(i). Given that the statutory definition speaks only in terms of amounts of annual contributions and expenditures, the Supreme Court, through its decision in *Buckley v. Valeo*, limited the applicability of the

expenditures in support of or in opposition to candidates for federal office. NONPAC is registered with the Commission under FEC ID No. C00513432. As permitted by state law, NONPAC may also accept contributions and make independent expenditures in support of or opposition to candidates for non-federal office.

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political committee term only to those organizations controlled by a candidate or whose "major purpose" is the nomination or election of federal candidates.⁴ Accordingly, in light of the Supreme Court's standard, an organization making more than \$1,000 in political expenditures or accepting more than \$1,000 in contributions need only register as a federal political committee if it is not controlled by a candidate and has as its "major purpose" the nomination or election of a federal candidate or candidates.

Following the Supreme Court's decision in *Buckley*, the Commission adopted a policy for implementing the "major purpose" test that required case-by-case analysis of the nature and activities of a particular organization when determining whether it qualifies as a federal political committee.⁵ Under this fact-specific inquiry, the FEC traditionally examines a number of different factors, including, but not limited to, an organization's political activities, political spending habits, public statements, fundraising appeals, government filings, organizational documents, and numerous other items. After reviewing an organization in light of these factors, the Commission can then make a determination "whether the election or defeat of federal candidates for office is *the* major purpose of an organization, and not simply *a* major purpose..."⁶ If influencing federal elections is *the* major purpose of an organization and it meets the aforementioned expenditure or contribution thresholds, then it is required to register with and report to the Commission as a federal political committee. MLC is NOT such an organization.

In fact, when applying the aforementioned statutory and regulatory structure to the nature and conduct of MLC, it is abundantly clear that it does NOT meet the definition of a federal

⁴ *Buckley v. Valeo*, 424 U.S. 1, 79 (1976).

⁵ See Political Committee Status, 72 Fed. Reg. 5595, 5596-97 (Feb. 7, 2007).

⁶ *The Real Truth About Abortion, Inc. v. FEC*, No. 11-1760 (4th Cir. June 12, 2012), p. 22; see also *Shays v. FEC*, 511 F. Supp. 2d 19 (D.D.C. 2007).

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political committee, and as such, has no legal obligation to register or report as such under the Act. As previously mentioned, MLC is a non-federal political action committee based in Farmington, Missouri that has as its principal purpose the support and election of state and local candidates across the State of Missouri. (See Declaration of Tom R. Burcham, III, ¶4, *attached hereto* as EXHIBIT #1). In furtherance of its goals, MLC accepts contributions from permissible individuals and entities, and makes both monetary and in-kind expenditures designed to promote the candidacies of targeted individuals seeking public office. (*Id.*). In as much as it principally seeks to influence the election of individuals to public office in Missouri, it is registered as a state political action committee in accordance with Missouri's Campaign Finance Disclosure Law and its associated regulations. In turn, MLC is required to document its receipts and disbursements, and file periodic financial disclosures with the MEC. (*Id.* at ¶2.). Since its establishment, MLC has endeavored to ensure that it remains in full compliance with these obligations and all other applicable campaign finance laws.⁷ (*Id.* at ¶2-4.).

Given that the influence of state and local elections is the principal purpose of MLC, it neither accepts contributions for the benefit of federal candidates, nor makes direct contributions to or direct expenditures on behalf of federal candidates. (EXHIBIT #1, ¶5). In addition, MLC's organizational documents, electoral activities, non-electoral activities, campaign finance filings, fundraising actions, and day-to-day expenditures all indicate that its major purpose is the support

⁷ MLC's desire to maintain full compliance with applicable campaign finance laws applies not only to the committee's obligations under Missouri law, but also to its obligations (to the extent they exist) under federal law and the law of other states. (EXHIBIT #1, ¶2). To this end, MLC's Treasurer - Mr. Tom Burcham - has periodically sought legal assistance from outside counsel when confronted with questions concerning contemplated committee activities. (*Id.*). In fact, prior to making the one-time \$25,000 contribution to NONPAC referenced by the Complainant, Mr. Burcham sought legal advice from outside counsel regarding the permissibility of making financial donations to Super PACs that can engage in direct independent expenditures associated with both federal and non-federal elections. (*Id.* at ¶12). Following the receipt of this legal guidance, MLC chose to make the NONPAC donation, at all times seeking to observe and respect the advice of counsel, and at all times diligently working to ensure full compliance with both Missouri and federal law. (*Id.* at ¶12).

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or opposition of non-federal candidates in the State of Missouri. (*Id.*). In light of these facts, all the indicia that the Commission typically rely upon in reaching a determination regarding federal political committee status point to the fact that MLC is a non-federal political action committee and has no FEC registration or reporting obligations.

The Complainant, however, mistakenly believes that MLC qualifies as a federal political committee under the Act because it made one single monetary contribution to a federally-registered Super PAC. Such a bright-line, single-factor analysis by Ms. Frericks is erroneous and has been rejected in a variety of settings by the federal courts.⁸ In order to be classified as a federal political committee, MLC must jointly meet the monetary threshold requirement set forth in statute and have as its “major purpose” (as determined through the Commission’s case-by-case regulatory analysis) the election or defeat of federal candidates. Despite assertions to the contrary by the Complainant, the \$25,000 contribution made by MLC to NONPAC does not provide evidence that either definitional requirement has been satisfied.

As to the monetary threshold set forth in statute, in order to qualify as a federal political committee under the Act, an entity must receive more than \$1,000 in contributions or make more than \$1,000 in political expenditures during a calendar year for the purpose of influencing any election for Federal office. As set forth clearly above, MLC does not receive any contributions for the purpose of making direct contributions to or direct expenditures on behalf of or for the benefit of federal candidates. In fact, all contributions made to MLC are made for the principal purpose of supporting and electing non-federal candidates across the State of Missouri. Thus, it cannot be said (and Complainant offers no evidence to support the claim) that MLC triggers the

⁸ See, e.g., *The Real Truth About Abortion*, No. 11-1760 (4th Cir. June 12, 2012), p. 22-26; *FEC v. Malenick*, 310 F. Supp. 2d 230, 234037 (D.D.C. 2004), *rev'd in part*, No. Civ. A. 02-1237 (JR) 2005 WL 588222 (D.D.C. Mar. 7, 2005); *FEC v. GOPAC, Inc.*, 917 F. Supp. 851, 859, 864-66 (D.D.C. 1996); *Shays*, 511 F. Supp. 2d at 29-31.

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contribution portion of the monetary threshold provision. The Complainant, however, does suggest that MLC's \$25,000 contribution to NONPAC triggers the expenditure aspect of the monetary threshold provision.

From the Complainant's perspective, a direct contribution to a federal Super PAC that can be utilized to fund independent expenditure communications supporting or opposing a federal candidate should qualify as an expenditure made for the purpose of influencing a federal election. The logical extrapolation of such an interpretation, however, would be to classify each and every labor union, corporation, trade association, non-profit entity, or other organization making a contribution to a Super PAC as a federal political committee. This cannot be correct. The Commission and the federal courts have never attempted to apply the federal political committee classification in such a broad manner, and should not in this instance. To do so would put the FEC in the irrational position of classifying as political committees those organizations that indirectly fund federal independent expenditures through Super PACs, but not those that directly fund such expenditures on their own. In addition, to do so would place the FEC under the obligation to regulate and monitor any entity that chooses to participate in the political process through direct contributions to a federal Super PAC. This is not the regime that is currently in place and is not, from a policy perspective, the regime that the Commission should seek to implement. As such, there is no rational basis upon which to justify Complainant's assertion that MLC's \$25,000 one-off contribution to NONPAC triggers the expenditure aspect of the monetary threshold provision, or compels MLC to register and report as a federal political committee.

In much the same way, evidence of MLC's one-time monetary contribution to NONPAC in no way satisfies the second and controlling aspect of the definitional requirement for

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classification as a federal political committee – the “major purpose” test. As discussed at length above, in order to qualify as a federal political committee, an entity must have as its major organizational purpose the support or opposition of federal candidates. Under this rubric, an organization such as MLC that engages in political activities and direct political communications targeted only at non-federal candidates, and which raises funds and makes direct candidate contributions only in conjunction with non-federal races, cannot possibly meet the “major purpose” test. This is particularly the case when the only piece of evidence presented by the Complainant in favor of a positive “major purpose” determination is citation to MLC’s one-time Super PAC donation.

Looking at MLC’s six-year, campaign finance disclosure history⁹, it is readily apparent that its contribution to NONPAC is the only committee expenditure or contribution that is not solely related to the support of state or local candidates in Missouri. As such, it is wholly irrational for the Complainant to assert that MLC’s Super PAC donation provides support for the conclusion that its “major purpose” is the support of federal candidates. From a simple quantitative perspective, MLC’s \$25,000 contribution represents only a miniscule percentage of MLC’s total expenditures and contributions for the 2012 election cycle. In fact, as set forth in MLC’s most-recent state campaign finance disclosure reports, the \$25,000 donation to NONPAC constitutes only 5.1% of the over \$487,000 in combined expenditures and contributions made by MLC since the conclusion of the 2010 Missouri general elections.¹⁰ Furthermore, when considered in light of all expenditures and contributions made by MLC throughout its history,

⁹ See http://mec.mo.gov/EthicsWeb/CampaignFinance/GF11_CommInfo.aspx?MECID=C061401&Type=1, last accessed September 13, 2012.

¹⁰ See MLC’s July 2012 Quarterly Report to the MEC and September 6, 2012 “30-Day After Primary Election” Report, attached hereto as EXHIBIT#2 and EXHIBIT #3.

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the \$25,000 contribution represents an even smaller percentage of its quantifiable political spending, and clearly provides no support for the claim that MLC's "major purpose" is the support of federal candidates.

As highlighted above, however, a proper "major purpose" determination must go beyond the simple assessment of spending and must consider all other pertinent details regarding the activities, structure and purpose of a political committee. Given MLC's stated purpose (as a non-federal political committee), historical activities (focused on Missouri elections), and the fact that it has never made a direct contribution of any kind to a candidate for federal office, there would appear to be little secondary justification for accepting Complainant's assertion that MLC's major purpose is the nomination or election of federal candidates. In fact, Complainant offers no other evidence beyond the NONPAC contribution to suggest that MLC has the support of federal candidates as its major purpose. In light of this reality, the public record regarding MLC's overall activities, and the body of evidence presented in this Response, it is wholly indisputable that MLC's true "major purpose" is the nomination or election of Missouri, non-federal candidates.

Pursuant to this determination and the other facts laid out above, MLC does not presently and never has qualified as a federal political committee under the Act and its associated regulations. As such, MLC is not currently and never has been required to register with and report to the FEC pursuant to 11 C.F.R. §§ 100.5(a) & 104.5(c)(1)(ii). Thus, there is no evidentiary or legal foundation to support Complainant's first claim against MLC, and as such, the Commission should consider it wholly meritless and cause it to be summarily dismissed.

B. Missouri Leadership Committee Did NOT Coordinate With or Independently Aid the Steelman for Senate Campaign in Any Manner That Allowed It To Gain Improper Control Over Non-Federal Campaign Funds.

The second allegation lodged against MLC in the present Complaint contends that it somehow participated in or assisted in the orchestration of an elaborate coordination scheme that permitted the Steelman for Senate campaign to exercise improper control over non-federal funds in violation of 11 C.F.R. § 300.61. The specifics of this particular claim are relatively difficult to discern from the language of the Complaint, but it appears that Complainant believes a "financial relationship" existed between MLC and FOT that allowed Missouri House Speaker Steven Tilley and FOT to exercise "direction or control" over MLC and to coordinate its \$25,000 contribution to NONPAC for the benefit of Steelman for Senate. (Complaint, p. 2). In support of this contention, Complainant asserts that the "filings of Friends of Tilley and Missouri Leadership with the Missouri Ethics Commission clearly show Steven Tilley's direction or control of Missouri Leadership's funds through a coordinated exchange of hundreds of thousands of dollars between these two groups." (*Id.* at p. 3). Furthermore, Ms. Frericks claims that the "orchestrated coordination of contributions and 'returned' contributions between the Missouri committees, along with this arrangement being widely reported as fact in Missouri, clearly shows Steve Tilley's ability to control or direct the funds of both groups." (*Id.*). Based upon these assumptions, it is Complainant's contention that MLC violated 11 C.F.R. § 300.61 by helping the Steelman for Senate campaign exercise control over non-federal funds through either direct coordination with the campaign or indirect coordination via an intermediary such as FOT or Speaker Tilley.

Such an assertion by Complainant is wholly erroneous. In fact, this claim of wrongdoing is both patently false and unsupported by any legal or evidentiary foundation. The contents of

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this Response will not only confirm this fact, but also reveal that MLC has never directly coordinated with Steelman for Senate so as to allow the campaign to gain improper control over non-federal funds.¹¹ Likewise, the information provided herein will also substantiate the fact that MLC has never indirectly coordinated with Steelman for Senate via either FOT or Speaker Tilley so as to permit the campaign to gain improper control over non-federal funds.¹² Prior to confirming these points, however, it is important to set forth the legal parameters associated with the present allegation.

From a legal perspective, it is clear that the Act and its associated regulations prohibit federal candidates, federal officeholders, agents acting on behalf of federal candidates or officeholders, and entities that are directly or indirectly established, finance, maintained, controlled by, or acting on behalf of federal candidates or officeholders from exercising control over funds that are not subject to the limitations, prohibitions and reporting requirements of the Act ("non-federal funds"). See 11 C.F.R. §§ 300.60 & 300.61; 2 U.S.C. §§ 441i(e)(1) & 441i(e)(1)(A). Specifically, none of the individuals or entities described above "shall solicit, receive, direct, transfer, spend, or disburse funds in connection with an election for Federal office, including funds for any Federal election activity ... unless the amounts consist of Federal funds that are subject to the limitations, prohibitions, and reporting requirements of the Act." 11 C.F.R. § 300.61; 2 U.S.C. § 441i(e)(1)(A). To put it simply, no federal candidate may receive or utilize non-federal funds in connection with his or her campaign, and no individual or entity

¹¹ See EXHIBIT #1 for additional confirmation of the fact that MLC engaged in no coordination with Steelman for Senate or any agent or intermediary of Steelman for Senate with regard to the making of its contribution to NONPAC or the making of any independent expenditures by NONPAC.

¹² Id.

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acting on behalf of a federal candidate may direct or disburse non-federal funds in connection with an election for federal office.

The application of these provisions is fairly straightforward in the context of federal candidates and their principal campaign committees — federal candidates and campaign committees cannot receive, spend or disburse non-federal funds in connection with federal elections. Outside of the candidate and candidate committee context, however, the application of 11 C.F.R. § 300.61 and 2 U.S.C. § 441i(e)(1)(A) is somewhat more complicated. Although it is readily apparent that these provisions prohibit outside individuals and entities from directly soliciting non-federal funds on behalf of, or transferring non-federal funds to, federal candidates and campaign committees, the application of the above provisions to third parties that take indirect actions associated with federal elections requires close analysis. When determining whether a third-party is in compliance with 11 C.F.R. § 300.61 and 2 U.S.C. § 441i(e)(1)(A) in an indirect action setting, one must principally assess whether the individual or entity at issue is acting as a *direct agent* of or *on behalf of* a federal candidate or campaign committee. If an outside individual or entity is not acting in either capacity when soliciting, directing, transferring, spending, or disbursing non-federal funds in connection with a federal election, there can be no violation of the stated regulations.

In order to be a direct “agent” of a candidate or candidate committee, an individual or entity must have actual authorization, either express or implied, from a specific principal to engage in specific activities, and then engage in those activities on behalf of that principal. See 11 C.F.R. § 109.3(a) & (b). As such, a third-party individual or entity indirectly utilizing non-federal funds for a federal election must be acting under the actual authorization of a federal candidate or campaign committee in order to run afoul of 11 C.F.R. §§ 300.60 & 300.61 as an

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agent. Qualifying as an individual or entity acting *on behalf of* a federal candidate or campaign committee requires no such actual authorization, however. In fact, from a practical perspective, reaching a determination on whether an individual or entity is acting on behalf of a federal candidate or campaign committee when soliciting, directing, controlling or transferring non-federal funds essentially boils down to assessing whether the action taken was "coordinated" with a federal candidate or campaign committee.

In general, an action is coordinated in the campaign finance context if it is made in cooperation, consultation or concert with, or at the request or suggestion of, a candidate, a candidate's authorized committee, or their agents. See 11 C.F.R. § 109.21. Determining whether an action fits this definition is a fact-specific inquiry focusing on the nature of the conduct undertaken by the third-party and the degree to which such conduct was directed by a federal candidate or campaign committee. When examining the conduct and its relationship to a federal candidate or campaign committee, it is appropriate to consider the following factors: (1) whether the conduct was planned or implemented *at the request or suggestion of* a federal candidate, candidate committee, or their agents; (2) whether a federal candidate, candidate committee, or agent of either was *materially involved* in decisions related to the planning or implementation of the third-party conduct; (3) whether the conduct was planned or implemented after one or more substantial discussions about the conduct between the third-party or its employees or agents and a federal candidate, candidate's committee, or their agents; (4) whether the conduct was planned or implemented with the assistance of or through an additional third party that is currently coordinating with a federal candidate, candidate committee, or their agents; and (5) whether the conduct is planned or implemented with material assistance from an employee of the third-party who was previously employed by the federal candidate or candidate

committee benefitting from the conduct.¹³ If particular conduct by a third-party affirmatively meets any of the above standards, then the action can be categorized as coordinated. In instances where that is not the case, there is no coordination, and in turn, no contravention of federal law.

Although it is not explicitly stated in the Complaint, it appears to be Complainant's contention that MLC violated 11 C.F.R. § 300.61 by directing or transferring funds to NONPAC, a federally-registered Super PAC, at the behest of Steelman for Senate or its representatives. To this end, Complainant appears to theorize that MLC worked in conjunction with FOT, Speaker Tilley and the Steelman for Senate campaign to orchestrate a scheme whereby FOT provided MLC with funding and directed it to make contributions to NONPAC for the express purpose of producing independent expenditure advertisements supporting Secretary of State Steelman's federal candidacy. The Complaint, however, offers zero credible evidence in support of either this general theory or any of the specific coordination allegations lodged against MLC. In fact, what has been presented to the Commission as "evidence" of improper coordination amounts to little more than a collection of unfounded conclusions derived from a set of innocuous facts:

For example, in the opening portion of the Complaint, several pieces of data are highlighted as the key facts "giving rise to" the allegations against the named parties. (Complaint, p. 1). These particular informational items include: (1) the fact that Secretary of State Steelman chose Speaker Tilley to serve as the Campaign Chair of her U.S. Senate campaign; (2) the fact that MLC and FOT made a series of campaign contributions to one another in 2010 and 2012; (3) the fact that MLC made a \$25,000 contribution to NONPAC on May 31, 2012; and (4) the fact that media reports indicated that NONPAC planned on making independent expenditures leading up to the Missouri Republican primary on August 7, 2012.

¹³ See 11 C.F.R. § 109.21(d).

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(Id. at p. 1-2). On their own, each of these particular facts is accurate.¹⁴ None of them, however, supports the wild conjecture included in the Complaint. Despite the arguments put forth by the Complainant, Speaker Tilley's role as Chair of the Steelman for Senate campaign does not provide evidence that either he or FOT was orchestrating an elaborate scheme to fund coordinated Super PAC advertisements with non-federal funds. Likewise, a history of legal campaign contributions by and between MLC and FOT does not substantiate claims that there was an improper "financial relationship" between the two entities or that Speaker Tilley and/or FOT somehow controlled the activities of MLC. Similarly, campaign finance reports disclosing MLC's \$25,000 contribution to NONPAC in no way corroborate baseless claims that the contribution was somehow directed or controlled by FOT and/or Speaker Tilley and coordinated with Steelman for Senate. To put it simply, there is a fundamental disconnect between the overarching theory presented in the Complaint and the facts purported to back up that theory.

The reason for this disconnect is simple – there is absolutely no truth to the claim that MLC violated the Act or its associated regulations by helping the Steelman for Senate campaign gain improper control over non-federal campaign funds through any form of coordination with FOT, NONPAC, or Steelman for Senate. In order for MLC to run afoul of 11 C.F.R. § 300.61, it would have had to directly solicit or transfer non-federal funds to a federal candidate or campaign committee, or in the alternative, indirectly solicit, direct, transfer, spend, or disburse non-federal funds in connection with a federal election as an agent of, or on behalf of, a federal candidate or campaign committee. MLC's conduct with regard to the present matter meets none

¹⁴ Each of these facts is correct on its face, but the characterization and use of these pieces of data in the present Complaint is wholly inaccurate. As such, the attached Declaration of Mr. Tom R. Burcham, III, Treasurer of MLC, has been provided as an exhibit for the Commission's reference. The information contained within this declaration should provide additional detail to the FEC as it considers the instant matter, and likewise clarify that Complainant's factual extrapolations are wholly inaccurate.

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of these standards, and as such, there is no basis to entertain the validity of Complainant's present allegation. As is articulated further below, there has neither been direct action by MLC that would provide the Steelman for Senate campaign with improper control over non-federal funds, nor any other effort by MLC to coordinate with FOT, NONPAC, or Steelman for Senate in order to provide the Steelman campaign with indirect control over non-federal funds.

In support of these points, it is first and foremost readily apparent that MLC has never directly solicited non-federal funds for or transferred non-federal funds to a federal candidate or campaign committee. MLC is solely a non-federal political action committee that neither accepts contributions for the benefit of federal candidates, nor makes direct contributions to or direct expenditures on behalf of federal candidates. (EXHIBIT #1, ¶5). In turn, MLC has never directly raised funds for or made direct monetary contributions to Steelman for Senate. This fact is corroborated not only by MLC's state campaign finance disclosures with the MEC, but also by the Complaint's total lack of evidence to the contrary. As such, there is absolutely no basis upon which to assert that MLC has violated 11 C.F.R. § 300.61 by raising non-federal funds for or donating non-federal funds to any federal candidate or campaign committee.

The emptiness of Complainant's assertions regarding MLC are also confirmed by the fact that MLC has never indirectly solicited, directed, transferred, spent or disbursed non-federal funds in connection with a federal election while acting as an agent of a federal candidate or campaign committee. Despite the allegations set forth in the Complaint, MLC has never engaged in any of the aforementioned activities involving non-federal funds while acting under the express or implied authorization of a federal candidate or campaign committee. It is an undisputed fact that MLC made a monetary contribution of \$25,000 to NONPAC, a Super PAC registered with the FEC and capable of making independent expenditure communications in

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connection with federal elections. (EXHIBIT #1, ¶11). In no way, however, did MLC make this contribution as an agent of Secretary of State Steelman, Steelman for Senate, or any other federal candidate or campaign committee. (Id.). Likewise, in no way did MLC make this contribution at the behest of FOT and/or Speaker Tilley for the benefit of Secretary of State Steelman, Steelman for Senate, or any other federal candidate or campaign committee. (Id. at ¶11-13). Nor did MLC (independently or at the direction of any other party) earmark or channel its \$25,000 contribution to NONPAC for a specific purpose or use. (Id. at ¶11). As such, MLC could not and did not act as an agent of Secretary of State Steelman, Steelman for Senate, or any other federal candidate or campaign committee in facilitating the making of specific independent expenditures by NONPAC. (Id. at ¶14). In light of the above facts, there is absolutely no basis upon which to assert that MLC has violated 11 C.F.R. § 300.61 by working as an agent of a federal candidate or campaign committee to help such an individual or entity exercise indirect control over non-federal funds in connection with a federal election.

The overall hollowness of Complainant's coordination allegation against MLC is likewise confirmed by the fact that MLC has never indirectly solicited, directed, transferred, spent or disbursed non-federal funds in connection with a federal election while acting *on behalf of* a federal candidate or campaign committee. Despite the accusations articulated in the Complaint, MLC has never engaged in any of the aforementioned activities involving non-federal funds while coordinating such conduct with a federal candidate, federal campaign committee, or any agents thereof. For example, in no way was MLC's \$25,000 contribution to NONPAC made in cooperation, consultation or concert with, or at the request or suggestion of, Secretary of State Steelman, Steelman for Senate, or any agents or intermediaries thereof (including Speaker Tilley). (EXHIBIT #1, ¶11). Likewise, in no way was MLC's NONPAC

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contribution made at the behest of FOT and/or Speaker Tilley for the benefit of Secretary of State Steelman, Steelman for Senate, or any other federal candidate or campaign committee. (EXHIBIT #1, ¶11-13). Nor did MLC (independently or at the direction of another party) facilitate the making of specific independent expenditures by NONPAC by earmarking or channeling its \$25,000 contribution for a particular use. (*Id.* at ¶11). As such, it cannot be said that MLC acted on behalf of Secretary of State Steelman, Steelman for Senate, or any agents or intermediaries thereof by seeking to coordinate NONPAC's independent expenditure communications. (*Id.* at ¶14). In light of the above facts, there is absolutely no basis upon which to assert that MLC has violated 11 C.F.R. § 300.61 by working on behalf of or coordinating with a federal candidate or campaign committee to help such an individual or entity exercise indirect control over non-federal funds in connection with a federal election.

In sum, the present Complaint fails to present any reasonable evidence to support the allegation that MLC aided Secretary of State Steelman or Steelman for Senate in the improper exercise of control over non-federal funds in connection with a federal election. Specifically, there is absolutely no credible evidence to suggest that MLC worked as an agent of, or engaged in any form of coordination with, Secretary of State Steelman, her campaign committee, or any of its agents or intermediaries in making its \$25,000 contribution to NONPAC. Likewise, there is no evidentiary basis to conclude that MLC (at the direction of FOT) in any way served as an intermediary between Secretary of State Steelman, Steelman for Senate, or any of its agents with regard to NONPAC's development of independent expenditure communications. As a result, there is absolutely no reason for the Commission to lend any credence to the present allegation raised against Respondent – it is nothing more than wild conjecture on the part of the Complainant and should be summarily dismissed.

III. Conclusion

As the information contained within this Response clearly sets forth, MLC has done nothing to run afoul of the legal requirements of the Act and its associated regulations. Rather, it is quite apparent that the Respondent has always taken great pains to ensure that it is in full compliance with relevant campaign finance laws at both the state and federal level. (EXHIBIT #1, ¶2). As a result, the Commission should summarily dismiss the present Complaint against MLC and find that there is no reason to believe that Respondent has violated any of the statutory or regulatory provisions identified by the Complainant. In addition, given that the Complaint's allegations amount to nothing more than baseless conjecture, MLC hereby respectfully requests that the Commission issue an Order obligating the Complainant to reimburse MLC for the attorneys' fees it has incurred in developing the present Response.

Respectfully Submitted,



Stefan C. Passantino
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1900 K Street, NW
Washington, DC 20006
Telephone: (202) 496-7138
Fax: (202) 496-7756

*Designated Counsel for
Missouri Leadership Committee*

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EXHIBIT #2



Missouri Ethics Commission
COMMITTEE DISCLOSURE REPORT COVER PAGE

M.E.C. ID NO. C061401

| | |
|-------------------|-----------------|
| 1. DATE OF REPORT | OFFICE USE ONLY |
| 7/16/2012 | |

INSTRUCTIONS ON REVERSE SIDE

| | |
|---|---|
| 2. FULL NAME OF COMMITTEE MO LEADERSHIP COMMITTEE | |
| 3. COMMITTEE MAILING ADDRESS 222 WEST COLUMBIA STREET CITY / STATE / ZIP FARMINGTON MO 63640 | 4. COMMITTEE TELEPHONE NUMBER 573 756-5014 |
| 5. TREASURER'S NAME TOM BURCHAM | |
| 6. TREASURER'S MAILING ADDRESS 222 WEST COLUMBIA STREET CITY / STATE / ZIP FARMINGTON MO 63640 | 7. TREASURER'S TELEPHONE NUMBER HOME: 573 760-1906 WORK: 573 756-5014 |
| 8. DEPUTY TREASURER'S NAME <input checked="" type="checkbox"/> CHECK IF NO DEPUTY TREASURER | |
| 9. DEPUTY TREASURER'S MAILING ADDRESS CITY / STATE / ZIP | 10. DEPUTY TREASURER'S TELEPHONE NUMBER HOME: WORK: |
| 11. DATE OF ELECTION | 12. TYPE OF ELECTION (CHECK ONE) <input type="radio"/> PRIMARY <input type="radio"/> GENERAL <input type="radio"/> SPECIAL |
| 13. TIME PERIOD COVERED BY THIS STATEMENT FROM 4/1/2012 THROUGH 6/30/2012 | |
| 14. CANDIDATE COMMITTEES ONLY: LIST CANDIDATE'S NAME, ADDRESS, PHONE, OFFICE SOUGHT, POLITICAL SUBDIVISION AND POLITICAL PARTY <input type="checkbox"/> CHECK IF INCUMBENT <input type="checkbox"/> REPUBLICAN <input type="checkbox"/> DEMOCRAT <input type="checkbox"/> | 15. TYPE OF REPORT <input type="checkbox"/> 15 DAYS AFTER CAUCUS NOMINATION <input checked="" type="checkbox"/> COMMITTEE QUARTERLY REPORT <input type="checkbox"/> Jan 15 <input type="checkbox"/> Apr 15 <input checked="" type="checkbox"/> Jul 15 <input type="checkbox"/> Oct 15 <input type="checkbox"/> 8 DAYS BEFORE <input type="checkbox"/> 30 DAYS AFTER ELECTION <input type="checkbox"/> TERMINATION (ATTACH FORM CO-3) <input type="checkbox"/> SEMIANNUAL DEBT REPORT <input type="checkbox"/> Jan 15 <input type="checkbox"/> Jul 15 <input type="checkbox"/> ANNUAL SUPPLEMENTAL, JAN 15 <input type="checkbox"/> 15 DAYS AFTER PETITION DEADLINE <input type="checkbox"/> OTHER <input type="checkbox"/> AMENDING PREVIOUS REPORT DATED _____, 20____ |
| 16. COMMITTEE TREASURER'S SIGNATURE I CERTIFY THAT THIS REPORT, COMPRISED OF THIS COVER PAGE AND ALL ATTACHED FORMS, IS COMPLETE, TRUE AND ACCURATE. ELECTRONICALLY FILED Jul 16 2012 1:57PM TREASURER'S SIGNATURE | 17. CANDIDATE'S SIGNATURE (CANDIDATE COMMITTEES ONLY) I CERTIFY THAT THIS REPORT, COMPRISED OF THIS COVER PAGE AND ALL ATTACHED FORMS, IS COMPLETE, TRUE AND ACCURATE. ELECTRONICALLY FILED Jul 16 2012 1:57PM CANDIDATE'S SIGNATURE |



Missouri Ethics Commission
REPORT SUMMARY
 Instructions on Reverse Side

| Name of Committee | Date of Report | Office Use Only |
|----------------------------|----------------|-----------------|
| MO LEADERSHIP COMMITTEE | 7/16/2012 | |

| Receipts | A. This Period | B. This Calendar Yr or Election Cycle | Statement of Beginning and Ending Financial Condition | |
|--|-----------------------|--|---|---------------|
| 1. Total Receipts For This Election Previously Reported | | \$ 181,561.42 | | |
| 2. All Monetary Contributions Received This Period | \$ 0.00 | | Money On Hand | |
| 3. All Loans Received This Period | + 0.00 | | | |
| 4. Miscellaneous Receipts This Period | + 2.85 | | | |
| 5. Subtotal Monetary Receipts This Period (Sum 2A + 3A + 4A) | \$ 2.85 | | | |
| 6. In-Kind Contributions Received This Period | + 0.00 | | 24. Money On Hand at the beginning of this reporting period (including funds in depository, cash, savings accounts and all other investments) | \$ 126,747.40 |
| 7. Total All Receipts This Period (Sum 5A + 6A) | \$ 2.85 | | 25. Monetary Receipts this Period (From Item 5 - this page) | + 2.85 |
| 8. Total All Receipts This Election (Sum 1B + 7A) | | \$ 181,564.27 | 26. Monetary Disbursements Made This Period (Sum 1B + 16A + 23) a) Disbursements By Check \$ 38,653.38 b) Disbursements By Cash \$ 0.00 | - 38,653.38 |
| Expenditures | A. This Period | B. This Calendar Yr or Election Cycle | | |
| 9. Total Expenditures for this election previously reported | | \$ 11,875.35 | | |
| 10. Expenditures made by cash or check this period | \$ 653.38 | | 27. Money On Hand at the close of this reporting period (Sum 24 + 25 - 26) | \$ 88,096.87 |
| 11. In-Kind Expenditures made this period | + 0.00 | | Indebtedness | |
| 12. Expenditures incurred this period (not including loans) including payments made by credit card (line 17 CD3) | + 0.00 | | | |
| 13. Total All expenditures made this period (Sum 10A + 11A + 12A) including payments made by Credit Card (line 17 CD3) | \$ 653.38 | | | |
| 14. Total Expenditures This Election (Sum 9B + 13A) | | \$ 12,528.73 | | |
| Contributions Made: | A. This Period | B. This Calendar Yr or Election Cycle | | |
| 15. Total Contributions Made For This Election Previously Reported | | \$ 400,000.00 | | |
| 16. All Contributions Made This Period (25A or 25B of CD3) | A 38,000.00 B 0.00 | ← Cash/Check ← Credit Card | 28. Outstanding indebtedness at the beginning of this period | \$ 0.00 |
| 17. All In-Kind Contributions Made This Period | + 0.00 | | 29. Loans Received This Period | + 0.00 |
| 18. Total Contributions Made This Period (Sum 16A + 17A) | \$ 38,000.00 | | 30. A. New Expenditures Incurred This Period (include payments by Credit Card (line 17 CD3)) | + 0.00 |
| 19. Total All Contributions Made This Election (Sum 15B + 18A) | | \$ 438,000.00 | B. New Contributions Made by Credit Card (line 25B CD3) | + 0.00 |
| Other Disbursements | A. This Period | B. This Calendar Yr or Election Cycle | | |
| 20. Funds Used For Paying Loans This Period including Credit Card Payments | + 0.00 | | 31. Payments Made on Loans This Period | - 0.00 |
| 21. Payments This Period on Prior Reported Expend Incurred (Paid by Cash/Check Only) | + 0.00 | | 32. Debt Forgiven on Loans This Period | - 0.00 |
| 22. Any Miscellaneous Disbursement Not Reported Elsewhere | + 0.00 | | 33. Payments Made This Period on Expenditures Incurred in Previous Period (Paid by Cash/Check Only) (Line 21 this page) | - 0.00 |
| 23. Total Other Disbursements This Period (Sum 20A + 21A + 22A) | \$ 0.00 | | 34. Total Indebtedness at the Close of This Reporting Period (Sum 28 + 29 + 30A + 30B - 31 - 32 - 33) | \$ 0.00 |



MISSOURI ETHICS COMMISSION
CONTRIBUTIONS AND LOANS RECEIVED
INSTRUCTIONS ON REVERSE SIDE

OFFICE USE ONLY

| | | | |
|--|--|--|---|
| 1. NAME OF COMMITTEE MO LEADERSHIP COMMITTEE | | 2. REPORT DATE 7/16/2012 | |
| A. ITEMIZED CONTRIBUTIONS RECEIVED FROM COMMITTEES REGARDLESS OF THE AMOUNT, OR FROM PERSONS GIVING MORE THAN \$100 TO A COMMITTEE. | | 4. DATE RECEIVED AGGREGATE TO DATE | 5. AMOUNT RECEIVED (CHECK IF MONETARY OR IN-KIND) |
| 3. NAME, ADDRESS AND OCCUPATION (LIST COMMITTEES FIRST) NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| 6. SUBTOTAL: ITEMIZED CONTRIBUTIONS THIS PAGE (SUM COLUMN 5) | | \$ | 0.00 |
| 7. SUBTOTAL: ITEMIZED CONTRIBUTIONS ANY ATTACHED PAGES | | + | \$ 0.00 |
| 8. TOTAL: ITEMIZED CONTRIBUTIONS THIS PERIOD (SUM 6 + 7) | | \$ | 0.00 |
| 9. AMOUNT OF ITEM 8 THAT WAS RECEIVED AS MONETARY CONTRIBUTIONS | | \$ | 0.00 |
| 10. AMOUNT OF ITEM 8 THAT WAS RECEIVED AS IN-KIND CONTRIBUTIONS | | \$ | 0.00 |
| B. NON-ITEMIZED CONTRIBUTIONS RECEIVED (LIST BY CATEGORY, NOT BY INDIVIDUAL CONTRIBUTIONS) | | AMOUNT RECEIVED | |
| 11. TOTAL CONTRIBUTIONS RECEIVED AT FUND-RAISERS AS REPORTED IN LINE 8 ON FORM CD1A | | \$ | 0.00 |
| 12. TOTAL ANONYMOUS CONTRIBUTIONS RECEIVED FROM PERSON GIVING \$25 OR LESS | | \$ | 0.00 |
| 13. TOTAL MONETARY CONTRIBUTIONS RECEIVED FROM PERSONS GIVING \$100 OR LESS | | \$ | 0.00 |
| 14. TOTAL IN-KIND CONTRIBUTIONS RECEIVED FROM PERSONS (NOT COMMITTEES) GIVING \$100 OR LESS | | \$ | 0.00 |
| C. LOANS RECEIVED | | 16. DATE RECEIVED | 17. AMOUNT OF LOAN (IF MORE THAN \$100 ATTACH CD-1B) |
| 15. NAME AND ADDRESS OF LENDER NAME: ADDRESS: CITY / STATE: | | \$ | |
| NAME: ADDRESS: CITY / STATE: | | \$ | |
| 18. SUBTOTAL: LOANS THIS PAGE (SUM COLUMN 17) | | \$ | 0.00 |
| 19. SUBTOTAL: LOANS FROM ANY ATTACHED PAGES | | \$ | 0.00 |
| 20. TOTAL: LOANS THIS PERIOD (SUM 18 + 19) | | \$ | 0.00 |
| 21. TOTAL: ALL IN-KIND CONTRIBUTIONS (SUM 10 + 14) | | \$ | 0.00 |
| 22. TOTAL: ALL MONETARY CONTRIBUTIONS (SUM 9, 11, 12 & 13) | | \$ | 0.00 |
| 23. MONETARY CONTRIBUTIONS & LOANS RECEIVED REQUIRING A RECORD OF NAME & ADDRESS (SUM 9, 13 & 20) | | \$ | 0.00 |

FORM CD1

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MISSOURI ETHICS COMMISSION
EXPENDITURES AND CONTRIBUTIONS MADE
Instructions on Reverse Side

Office Use Only

| | | | |
|---|-----------|---|--|
| 1. Name of Committee MO LEADERSHIP COMMITTEE | | 2. Report Date: 7/16/2012 | |
| A. Expenditures of \$100 or Less by Category (List Payments to Campaign Workers in Section B Below) | | 4. Amount Paid or Incurred This Period | |
| 3. Category of Expenditure: ADVERTISING | | 100.00 | |
| ACCOUNTING | | 46.81 | |
| 5. Subtotal: Non-Itemized Expenditures This Page (Sum Column 4) | | \$ 146.81 | |
| 6. Subtotal: Non-Itemized Expenditures Any Attached Pages | | + 0.00 | |
| 7. Total: Non-Itemized Expenditures This Period (Sum 5 + 6) | | \$ 146.81 | |
| B. Itemized Expenditures All Over \$100 And All Payments To Campaign Workers | | 10. Purpose - (If Payment was to a Campaign Worker, Show Aggregate Paid) | |
| 8. Name and Address of Recipient | 9. Date | 11. Amount This Period | |
| Name: CROUCH FARLEY & HEURING PC Address: PO BOX 599 City / State: FARMINGTON MO 63640 | 4/16/2012 | ACCOUNTING | \$ <input checked="" type="checkbox"/> Paid 506.57 <input type="checkbox"/> Incurred |
| Name: Address: City / State: | | | \$ <input type="checkbox"/> Paid <input type="checkbox"/> Incurred |
| Name: Address: City / State: | | | \$ <input type="checkbox"/> Paid <input type="checkbox"/> Incurred |
| 12. Subtotal: This Page (Sum Column 11) | | \$ 506.57 | |
| 13. Subtotal: Any Attached Pages | | + 0.00 | |
| 14. Total: Itemized Expenditures This Period (Sum 12 + 13) | | \$ 506.57 | |
| 15. Total: Monetary Expenditures This Period (Sum 7 + 14) | | \$ 653.38 | |
| 16. Amount of Line 15 Above which was Paid Out This Period | | \$ 653.38 | |
| 17. Amount of Line 15 Which Were Expenditures Incurred This Period Including Payments Made by Credit Cards | | \$ 0.00 | |
| 18. If Committee Made Any In-Kind Expenditures This Period, List Amount | | \$ 0.00 | |
| 19. Funds Used For Paying Loans/Credit Cards This Period (Attach Form CD1B - amount goes to Line 5 / Part II) | | \$ 0.00 | |
| C. Contributions Made (Regardless of Amount) | | 21. Date | |
| 20. Name and Address of Candidate or Committee | | 22. Amount | |
| Name: Address: View Supplemental Form(s) City / State: | | \$ <input type="checkbox"/> Monetary <input type="checkbox"/> In-Kind | |
| Name: Address: City / State: | | \$ <input type="checkbox"/> Monetary <input type="checkbox"/> In-Kind | |
| Name: Address: City / State: | | \$ <input type="checkbox"/> Monetary <input type="checkbox"/> In-Kind | |
| 23. Subtotal: This Page (Sum Column 22) | | \$ 0.00 | |
| 24. Subtotal: Any Attached Pages | | \$ 38,000.00 | |
| 25. Total: Monetary Contributions Made This Period | | A. By Cash / Check | \$ 38,000.00 |
| | | B. By Credit Card | \$ 0.00 |
| 26. If Committee Made Any Loans This Period, List Amount | | \$ | |
| 27. Total: All Monetary Contributions and Loans Made This Period (Sum 25 + 26) | | \$ 38,000.00 | |
| 28. Total: In-Kind Contributions Made This Period, List Amount | | \$ 0.00 | |



MISSOURI ETHICS COMMISSION
CONTRIBUTIONS MADE - SUPPLEMENTAL FORM

OFFICE USE ONLY

| | | |
|--|-----------|--|
| NAME OF COMMITTEE MO LEADERSHIP COMMITTEE | | DATE 7/16/2012 |
| CONTRIBUTIONS MADE (REGARDLESS OF AMOUNT) | | |
| NAME AND ADDRESS OF CANDIDATE OR COMMITTEE | DATE | AMOUNT |
| NAME: FRIENDS OF JASON SMITH ADDRESS: 301 S JACKSON CITY/STATE: SALEM MO 65560 | 5/29/2012 | \$ 2,500.00 <input checked="" type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: HOLSMAN FOR MISSOURI ADDRESS: PO BOX 480572 CITY/STATE: KANSAS CITY MO 64145 | 5/29/2012 | \$ 5,000.00 <input checked="" type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: NOW OR NEVER PAC ADDRESS: 4131 N MULBERRY DR STE 200 CITY/STATE: KANSAS CITY MO 64116 | 5/29/2012 | \$ 25,000.00 <input checked="" type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ST FRANCOIS CO REPUBLICAN CENTRAL COMMITTEE ADDRESS: 400 N WASHINGTON STE 400 CITY/STATE: FARMINGTON MO 63640 | 6/15/2012 | \$ 500.00 <input checked="" type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: CITIZENS TO ELECT JAMILAH NASHEED ADDRESS: 4710 LEE AVE CITY/STATE: ST LOUIS MO 63115 | 6/27/2012 | \$ 5,000.00 <input checked="" type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: | | \$ <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: | | \$ <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: | | \$ <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: | | \$ <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| TOTAL: ITEMIZED CONTRIBUTIONS MADE THIS PAGE (CARRY TO ITEM 26 "SUBTOTAL: ANY ATTACHED PAGES" ON FORM CD-3) | | \$ |

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Missouri Ethics Commission
ADDENDUM STATEMENT

M.E.C. ID NO. C061401

INSTRUCTIONS ON REVERSE SIDE

PURPOSE: Form Addendum should be used for explanation of any additional information needed to complete an accurate filing of this report.

Miscellaneous Receipt:

Interest earned on Money Market Account. \$1.05 paid 4/20/12,
\$0.91 paid 5/21/12, \$0.89 paid 6/26/2012.

Amount: 2.85

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EXHIBIT #3



Missouri Ethics Commission
COMMITTEE DISCLOSURE REPORT COVER PAGE

M.E.C. ID NO. C061401

| | |
|-------------------|-----------------|
| 1. DATE OF REPORT | OFFICE USE ONLY |
| 9/6/2012 | |

INSTRUCTIONS ON REVERSE SIDE

| | |
|---|--|
| 2. FULL NAME OF COMMITTEE MO LEADERSHIP COMMITTEE | |
| 3. COMMITTEE MAILING ADDRESS 222 WEST COLUMBIA STREET CITY / STATE / ZIP FARMINGTON MO 63640 | 4. COMMITTEE TELEPHONE NUMBER 573 756-5014 |
| 5. TREASURER'S NAME TOM BURCHAM | |
| 6. TREASURER'S MAILING ADDRESS 222 WEST COLUMBIA STREET CITY / STATE / ZIP FARMINGTON MO 63640 | 7. TREASURER'S TELEPHONE NUMBER HOME: 573 760-1906 WORK: 573 756-5014 |
| 8. DEPUTY TREASURER'S NAME <input checked="" type="checkbox"/> CHECK IF NO DEPUTY TREASURER | |
| 9. DEPUTY TREASURER'S MAILING ADDRESS CITY / STATE / ZIP | 10. DEPUTY TREASURER'S TELEPHONE NUMBER HOME: WORK: |
| 11. DATE OF ELECTION 8/7/2012 | 12. TYPE OF ELECTION (CHECK ONE) <input checked="" type="radio"/> PRIMARY <input type="radio"/> GENERAL <input type="radio"/> SPECIAL |
| 13. TIME PERIOD COVERED BY THIS STATEMENT FROM 7/1/2012 THROUGH 9/1/2012 | |
| 14. CANDIDATE COMMITTEES ONLY: LIST CANDIDATE'S NAME, ADDRESS, PHONE, OFFICE SOUGHT, POLITICAL SUBDIVISION AND POLITICAL PARTY <input type="checkbox"/> CHECK IF INCUMBENT <input type="checkbox"/> REPUBLICAN <input type="checkbox"/> DEMOCRAT <input type="checkbox"/> | 15. TYPE OF REPORT <input type="checkbox"/> 15 DAYS AFTER CAUCUS NOMINATION <input type="checkbox"/> COMMITTEE QUARTERLY REPORT <input type="checkbox"/> Jan 15 <input type="checkbox"/> Apr 15 <input type="checkbox"/> Jul 15 <input type="checkbox"/> Oct 15 <input type="checkbox"/> 8 DAYS BEFORE <input checked="" type="checkbox"/> 30 DAYS AFTER ELECTION <input type="checkbox"/> TERMINATION (ATTACH FORM CO-3) <input type="checkbox"/> SEMIANNUAL DEBT REPORT <input type="checkbox"/> Jan 15 <input type="checkbox"/> Jul 15 <input type="checkbox"/> ANNUAL SUPPLEMENTAL, JAN 15 <input type="checkbox"/> 15 DAYS AFTER PETITION DEADLINE <input type="checkbox"/> OTHER <input type="checkbox"/> AMENDING PREVIOUS REPORT DATED _____, 20____ |
| 16. COMMITTEE TREASURER'S SIGNATURE I CERTIFY THAT THIS REPORT, COMPRISED OF THIS COVER PAGE AND ALL ATTACHED FORMS, IS COMPLETE, TRUE AND ACCURATE. ELECTRONICALLY FILED Sep 6 2012 2:27PM TREASURER'S SIGNATURE | 17. CANDIDATE'S SIGNATURE (CANDIDATE COMMITTEES ONLY) I CERTIFY THAT THIS REPORT, COMPRISED OF THIS COVER PAGE AND ALL ATTACHED FORMS, IS COMPLETE, TRUE AND ACCURATE. ELECTRONICALLY FILED Sep 6 2012 2:27PM CANDIDATE'S SIGNATURE |

1304433445



Missouri Ethics Commission
REPORT SUMMARY
 Instructions on Reverse Side

| | | |
|----------------------------|----------------|-----------------|
| Name of Committee | Date of Report | Office Use Only |
| MO LEADERSHIP COMMITTEE | 9/6/2012 | |

| Receipts | A. This Period | B. This Calendar Yr or Election Cycle | Statement of Beginning and Ending Financial Condition | |
|--|-----------------------|--|---|--------------|
| 1. Total Receipts For This Election Previously Reported | | \$ 0.00 | | |
| 2. All Monetary Contributions Received This Period | \$ 0.00 | | Money On Hand | |
| 3. All Loans Received This Period | + 0.00 | | | |
| 4. Miscellaneous Receipts This Period | + 0.82 | | 24. Money On Hand at the beginning of this reporting period (including funds in depository, cash, savings accounts and all other investments) | \$ 88,096.87 |
| 5. Subtotal Monetary Receipts This Period (Sum 2A + 3A + 4A) | \$ 0.82 | | 25. Monetary Receipts this Period (From item 5 - this page) | + 0.82 |
| 6. In-kind Contributions Received This Period | + 0.00 | | 26. Monetary Disbursements Made This Period (Sum 10 + 16A + 23) | - 76,745.88 |
| 7. Total All Receipts This Period (Sum 5A + 6A) | \$ 0.82 | | a) Disbursements By Check \$ 76,745.88 b) Disbursements By Cash \$ 0.00 | |
| 8. Total All Receipts This Election (Sum 1B + 7A) | | \$ 0.82 | 27. Money On Hand at the close of this reporting period (SUM 24 + 25 - 26) | \$ 11,351.81 |
| Expenditures | A. This Period | B. This Calendar Yr or Election Cycle | Indebtedness | |
| 9. Total Expenditures for this election previously reported | | \$ 0.00 | 28. Outstanding Indebtedness at the beginning of this period | \$ 0.00 |
| 10. Expenditures made by cash or check this period | \$ 345.88 | | 29. Loans Received This Period | + 0.00 |
| 11. In-Kind Expenditures made this period | + 0.00 | | 30. A. New Expenditures Incurred This Period (include payments by Credit Card (Line 17 CD3)) | + 0.00 |
| 12. Expenditures incurred this period (not including loans) including payments made by credit card (line 17 CD3) | + 0.00 | | B. New Contributions Made by Credit Card (Line 25B CD3) | + 0.00 |
| 13. Total All expenditures made this period (Sum 10A + 11A + 12A) including payments made by Credit Card (line 17 CD3) | \$ 345.88 | | 31. Payments Made on Loans This Period | - 0.00 |
| 14. Total Expenditures This Election (Sum 9B + 13A) | | \$ 345.88 | 32. Debt Forgiven on Loans This Period | - 0.00 |
| Contributions Made | A. This Period | B. This Calendar Yr or Election Cycle | 33. Payments Made This Period on Expenditures Incurred in Previous Period (Paid by Cash/Check Only) (Line 21 this page) | - 0.00 |
| 15. Total Contributions Made For This Election Previously Reported | | \$ 0.00 | 34. Total Indebtedness at the Close of This Reporting Period (Sum 28 + 29 + 30A + 30B - 31 - 32 - 33) | \$ 0.00 |
| 16. All Contributions Made This Period (25A or 25B of CD3) | A 36,400.00 B 0.00 | ⇒ Cash/Check ⇒ Credit Card | | |
| 17. All In-Kind Contributions Made This Period | + 0.00 | | | |
| 18. Total Contributions Made This Period (Sum 16A + 17A) | \$ 36,400.00 | | | |
| 19. Total All Contributions Made This Election (Sum 15B + 18A) | | \$ 36,400.00 | | |
| Other Disbursements | A. This Period | B. This Calendar Yr or Election Cycle | | |
| 20. Funds Used For Paying Loans This Period including Credit Card Payments | + 0.00 | | | |
| 21. Payments This Period on Prev Reported Expend Incurred (Paid by Cash/Check Only) | + 0.00 | | | |
| 22. Any Miscellaneous Disbursement Not Reported Elsewhere | + 40,000.00 | | | |
| 23. Total Other Disbursements This Period (Sum 20A + 21A + 22A) | \$ 40,000.00 | | | |



MISSOURI ETHICS COMMISSION
CONTRIBUTIONS AND LOANS RECEIVED
INSTRUCTIONS ON REVERSE SIDE

OFFICE USE ONLY

| | | | |
|--|--|--|---|
| 1. NAME OF COMMITTEE MO LEADERSHIP COMMITTEE | | 2. REPORT DATE 9/6/2012 | |
| A. ITEMIZED CONTRIBUTIONS RECEIVED FROM COMMITTEES REGARDLESS OF THE AMOUNT, OR FROM PERSONS GIVING MORE THAN \$100 TO A COMMITTEE. | | 4. DATE RECEIVED AGGREGATE TO DATE | 5. AMOUNT RECEIVED (CHECK IF MONETARY OR IN-KIND) |
| 3. NAME, ADDRESS AND OCCUPATION (LIST COMMITTEES FIRST) NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| NAME: ADDRESS: CITY / STATE: EMPLOYER: <input type="checkbox"/> COMMITTEE: | | \$ | <input type="checkbox"/> MONETARY <input type="checkbox"/> IN-KIND |
| 6. SUBTOTAL: ITEMIZED CONTRIBUTIONS THIS PAGE (SUM COLUMN 5) | | \$ | 0.00 |
| 7. SUBTOTAL: ITEMIZED CONTRIBUTIONS ANY ATTACHED PAGES | | + \$ | 0.00 |
| 8. TOTAL: ITEMIZED CONTRIBUTIONS THIS PERIOD (SUM 6 + 7) | | \$ | 0.00 |
| 9. AMOUNT OF ITEM 8 THAT WAS RECEIVED AS MONETARY CONTRIBUTIONS | | \$ | 0.00 |
| 10. AMOUNT OF ITEM 8 THAT WAS RECEIVED AS IN-KIND CONTRIBUTIONS | | \$ | 0.00 |
| B. NON-ITEMIZED CONTRIBUTIONS RECEIVED (LIST BY CATEGORY, NOT BY INDIVIDUAL CONTRIBUTIONS) | | AMOUNT RECEIVED | |
| 11. TOTAL CONTRIBUTIONS RECEIVED AT FUND-RAISERS AS REPORTED INLINE 8 ON FORM CD1A | | \$ | 0.00 |
| 12. TOTAL ANONYMOUS CONTRIBUTIONS RECEIVED FROM PERSON GIVING \$25 OR LESS | | \$ | 0.00 |
| 13. TOTAL MONETARY CONTRIBUTIONS RECEIVED FROM PERSONS GIVING \$100 OR LESS | | \$ | 0.00 |
| 14. TOTAL IN-KIND CONTRIBUTIONS RECEIVED FROM PERSONS (NOT COMMITTEES) GIVING \$100 OR LESS | | \$ | 0.00 |
| C. LOANS RECEIVED | | 16. DATE RECEIVED | 17. AMOUNT OF LOAN (IF MORE THAN \$100 ATTACH CD-1B) |
| 15. NAME AND ADDRESS OF LENDER NAME: ADDRESS: CITY / STATE: | | | \$ |
| NAME: ADDRESS: CITY / STATE: | | | \$ |
| 18. SUBTOTAL: LOANS THIS PAGE (SUM COLUMN 17) | | \$ | 0.00 |
| 19. SUBTOTAL: LOANS FROM ANY ATTACHED PAGES | | \$ | 0.00 |
| 20. TOTAL: LOANS THIS PERIOD (SUM 18 + 19) | | \$ | 0.00 |
| 21. TOTAL: ALL IN-KIND CONTRIBUTIONS (SUM 10 + 14) | | \$ | 0.00 |
| 22. TOTAL: ALL MONETARY CONTRIBUTIONS (SUM 9, 11, 12 & 13) | | \$ | 0.00 |
| 23. MONETARY CONTRIBUTIONS & LOANS RECEIVED REQUIRING A RECORD OF NAME & ADDRESS (SUM 9, 13 & 20) | | \$ | 0.00 |

FORM CD1

13044333447



MISSOURI ETHICS COMMISSION
EXPENDITURES AND CONTRIBUTIONS MADE
 Instructions on Reverse Side

Office Use Only

| | | | |
|--|--|-----------------------------------|---|
| 1. Name of Committee MO LEADERSHIP COMMITTEE | | 2. Report Date 9/6/2012 | |
| A. Expenditures of \$100 or Less by Category (List Payments to Campaign Workers in Section B Below) | | | 4. Amount Paid or Incurred This Period |
| 3. Category of Expenditure: ADVERTISING | | | |
| | | | 96.00 |
| POSTAGE | | | 33.48 |
| 5. Subtotal: Non-Itemized Expenditures This Page (Sum Column 4) | | | \$ 129.48 |
| 6. Subtotal: Non-Itemized Expenditures Any Attached Pages | | | + 0.00 |
| 7. Total: Non-Itemized Expenditures This Period (Sum 5 + 6) | | | \$ 129.48 |
| B. Itemized Expenditures All Over \$100 And All Payments To Campaign Workers | | 9. Date | 10. Purpose - (if Payment was to a Campaign Worker, Show Aggregate Paid) |
| 8. Name and Address of Recipient | | | 11. Amount This Period |
| Name: CROUCH FARLEY & HEURING PC | | 8/9/2012 | ACCOUNTING FEES |
| Address: PO BOX 599 | | | |
| City / State: FARMINGTON MO 63640 | | | |
| | | | \$ |
| | | | <input checked="" type="checkbox"/> Paid 216.40 |
| | | | <input type="checkbox"/> Incurred |
| Name: | | | \$ |
| Address: | | | <input type="checkbox"/> Paid |
| City / State: | | | <input type="checkbox"/> Incurred |
| Name: | | | \$ |
| Address: | | | <input type="checkbox"/> Paid |
| City / State: | | | <input type="checkbox"/> Incurred |
| 12. Subtotal: This Page (Sum Column 11) | | | \$ 216.40 |
| 13. Subtotal: Any Attached Pages | | | + 0.00 |
| 14. Total: Itemized Expenditures This Period (Sum 12 + 13) | | | \$ 216.40 |
| 15. Total: Monetary Expenditures This Period (Sum 7 + 14) | | | \$ 345.88 |
| 16. Amount of Line 15 Above which was Paid Out This Period | | | \$ 345.88 |
| 17. Amount of Line 15 Which Were Expenditures Incurred This Period Including Payments Made by Credit Cards | | | \$ 0.00 |
| 18. If Committee Made Any In-Kind Expenditures This Period, List Amount | | | \$ 0.00 |
| 19. Funds Used For Paying Loans/Credit Cards This Period (Attach Form CD1B - amount goes to Line 5 / Part II) | | | \$ 0.00 |
| C. Contributions Made (Regardless of Amount) | | 21. Date | 22. Amount |
| 20. Name and Address of Candidate or Committee | | | |
| Name: CITIZENS FOR LARGENT | | 7/31/2012 | \$ 25,000.00 |
| Address: 213 WEST LEONA | | | |
| City / State: CLINTON MO 64735 | | | |
| | | | <input checked="" type="checkbox"/> Monetary |
| | | | <input type="checkbox"/> In-Kind |
| Name: HROC | | 8/16/2012 | \$ 11,400.00 |
| Address: PO BOX 1313 | | | |
| City / State: JEFFERSON CITY MO 65102 | | | |
| | | | <input checked="" type="checkbox"/> Monetary |
| | | | <input type="checkbox"/> In-Kind |
| Name: | | | \$ |
| Address: | | | <input type="checkbox"/> Monetary |
| City / State: | | | <input type="checkbox"/> In-Kind |
| 23. Subtotal: This Page (Sum Column 22) | | | \$ 36,400.00 |
| 24. Subtotal: Any Attached Pages | | | \$ 0.00 |
| 25. Total: Monetary Contributions Made This Period | | A. By Cash / Check | \$ 36,400.00 |
| | | B. By Credit Card | \$ 0.00 |
| 26. If Committee Made Any Loans This Period, List Amount | | | \$ 40,000.00 |
| 27. Total: All Monetary Contributions and Loans Made This Period (Sum 25 + 26) | | | \$ 76,400.00 |
| 28. Total: In-Kind Contributions Made This Period, List Amount | | | \$ 0.00 |



**Missouri Ethics Commission
ADDENDUM STATEMENT**

M.E.C. ID NO. C061401

INSTRUCTIONS ON REVERSE SIDE

PURPOSE: Form Addendum should be used for explanation of any additional information needed to complete an accurate filing of this report.

Miscellaneous Receipt:

Interest earned on depository account.

Amount: 0.82

Loans Made:

LOAN MADE TO FRIENDS OF PETER KINDER, PO BOX 712, JEFFERSON CITY, MO 65102. NO INTEREST. LOAN MADE 7/31/2012. REPAYMENT SCHEDULE--TO BE REPAID AS FUNDS ARE AVAILABLE.

Amount: 40000.00

Miscellaneous Disbursement:

LOAN TO FRIENDS OF PETER KINDER, PO BOX 712, JEFFERSON CITY MO.

Amount: 40000.00

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